

BUTZEL LONG, a professional corporation  
Robert Sidorsky  
Eric B. Fisher  
380 Madison Avenue  
New York, New York 10017  
Telephone: (212) 818-1110  
Facsimile: (212) 818-0494  
sidorsky@butzel.com  
fishere@butzel.com

Thomas B. Radom (*pro hac vice* admission pending)  
Max J. Newman (*pro hac vice* admission pending)  
41000 Woodward Avenue  
Bloomfield Hills, Michigan 48304  
Telephone: (248) 258-1616  
Facsimile: (248) 258-1439  
radom@butzel.com  
newman@butzel.com

*Attorneys for Gill Industries, Inc.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re

General Motors Corp., *et al.*,

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

**LIMITED OBJECTION OF GILL INDUSTRIES, INC. TO DEBTORS' NOTICE OF  
INTENT TO ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS,  
UNEXPIRED LEASES OF PERSONAL PROPERTY, AND UNEXPIRED  
LEASES OF NONRESIDENTIAL PROPERTY**

Gill Industries ("Gill"), by and through its undersigned counsel, for its objection (the "Cure Objection") to the proposed Cure Amount listed on Debtors' Contract Notices website (the "Website") pursuant to this Court's Sale Procedures Order and paragraph A of the Assumption and Assignment Notice respectfully represents:

1. On June 1, 2009 (the "Petition Date"), the Debtors filed their voluntary petition for relief in this Court under Chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 et seq. (the "Bankruptcy Code").

2. Prior to the Petition Date, Gill entered into various contracts, purchase orders, and agreements whereby Gill would provide goods and services in exchange for timely payments of same by Debtors (collectively, the “Contracts”).

3. Pursuant to the Sale Procedures Order, the Debtors delivered its Assumption and Assignment Notice dated June 5, 2009 which included instructions to access the Website on which Gill could view a listing of those executory contracts Debtors may seek to assume and assign in connection with the sale of substantially all of its assets, and by its calculations, any corresponding proposed Cure Amount in connection with such contract or leases.

4. At the time this Cure Objection was filed, the Website identified 82 Contracts the Debtors may seek to assume and assign in connection with the sale of substantially all of its assets and a total Cure Amount of \$88,871.24 due and owing to Gill under the identified Contracts.

5. Gill does not object to the assumption and assignment of its Contracts *per se* and has begun, or is prepared to begin, its efforts to reach a consensual resolution of the Cure Amount with Debtors. However, as the Cure Amount has not yet been resolved, Gill, for purposes of preserving its objection rights as to the proposed Cure Amount, makes this Cure Objection pursuant to paragraph 8 of the Assumption and Assignment Notice.

**Limited Objection to Proposed Cure Amount**

6. Gill objects to the proposed Cure Amount listed on the Website as it does not fully cure and compensate Gill for Debtors’ default(s). According to Gill’s books and records, the correct Cure Amount is \$170,256.82.

7. Gill reserves its right to amend or supplement this objection if, for example, Debtors seek to assume and assign additional Contracts after the Objection Deadline or if there are additional Cure Amounts relating to defaults under the Contracts that occur or continue to

occur after the Petition Date. Further, by filing this Cure Objection, except to the extent governed by a Trade Agreement executed prior to the Objection Deadline, Gill does not waive any other rights, claims, or interests it has or may have under the Contracts as provided by the Contracts or as a matter of non-bankruptcy law, all of which are expressly preserved.

WHEREFORE, Gill respectfully requests that the Court (a) condition any assumption and assignment of the Contracts on (i) the payment in full for all outstanding amount(s) due to Gill under the Contracts in compliance with section 365 of the Bankruptcy Code and (ii) compliance with any other applicable law and (b) grant such other and further relief as the Court deems just and proper.

Dated: New York New York  
June 15, 2009

BUTZEL LONG, a professional corporation

By: /s/ Robert Sidorsky  
Robert Sidorsky, Esq.  
Eric B. Fisher, Eq.  
380 Madison Avenue  
22nd Floor  
New York, NY 10017  
Tel.: (212) 818-1110  
Fax: (212) 818-0494  
sidorsky@butzel.com  
fishere@butzel.com

Thomas B. Radom (*pro hac vice* admission pending)  
Max J. Newman (*pro hac vice* admission pending)  
41000 Woodward Avenue  
Bloomfield Hills, Michigan 48304  
Telephone: (248) 258-1616  
Facsimile: (248) 258-1439  
radom@butzel.com  
newman@butzel.com

*Attorneys for Gill Industries, Inc.*